

The General Manager,
 Department of Corporate Services,
 BSE Limited,
 P.J. Towers, Dalal Street,
 Mumbai – 400 001

Ref: Application seeking approval under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, (“LODR Regulations”) for the Scheme of Arrangement between Vedanta Limited (“Demerged Company” or “Company”) and Vedanta Aluminium Metal Limited (“Resulting Company 1”), Talwandi Sabo Power Limited (“Resulting Company 2”), Malco Energy Limited (“Resulting Company 3”), Vedanta Base Metals Limited (“Resulting Company 4”), Vedanta Iron and Steel Limited (“Resulting Company 5”) (collectively “Resulting Companies”) and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 (“Scheme”)

Compliance Report

It is hereby certified that the draft scheme of arrangement between Vedanta Limited (“Demerged Company”) and Vedanta Aluminium Metal Limited, Talwandi Sabo Power Limited, Malco Energy Limited, Vedanta Base Metals Limited and Vedanta Iron and Steel Limited (“Resulting Companies”) and their respective shareholders & creditors under Section 230 to 232 and other applicable provisions of the Companies Act (“Scheme”) does not, in any way violate, override or limit the provisions of securities laws or requirements of the stock exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) and the SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 (including any amendments thereto), including the following:

S. No.	Reference	Particulars	Remarks (If not applicable, mention for which financial year)
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied
Requirements of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Complied Information pertaining to unlisted entities involved in the Scheme will be provided, in the explanatory statement, as per the format prescribed.
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report	Complied Share entitlement ratio report as issued by the Registered Valuer is enclosed as part of this application
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied

VEDANTA LIMITED

REGISTERED OFFICE: Vedanta Limited, 1st Floor, ‘C’ wing, Unit 103, Corporate Avenue, Atul Projects, Chakala, Andheri (East), Mumbai – 400093, Maharashtra, India | T +91 22 6643 4500 | F +91 22 6643 4530

CIN: L13209MH1965PLC291394



(e)	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting	<p>The Demerged Company will comply with the provisions of e-voting as per the Companies Act, 2013 and LODR Regulations as amended from time to time.</p> <p>Provisions of Part I(A)(10)(b) of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 are not applicable. In this regard, certificate from Statutory Auditors of the Demerged Company is enclosed as part of this application.</p>
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For Vedanta Limited



Prerna Halwasia
Company Secretary & Compliance Officer
ACS: 20856




Arun Misra
Executive Director
DIN: 01835605

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving Vedanta Limited ("**Demerged entity**") and Vedanta Aluminium Metal Limited, Talwandi Sabo Power Limited, Malco Energy Limited, Vedanta Base Metals Limited and Vedanta Iron and Steel Limited ("**Resulting Companies**") are in compliance with all the Accounting Standards applicable to Vedanta Limited.

For Vedanta Limited



Sonal Shrivastava
Chief Financial Officer
PAN: AXAPS5233J



Arun Misra
Executive Director
DIN: 01835605

Date: October 17, 2023

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October 17, 2023

Manager-Listing Compliance
 National Stock Exchange of India Limited,
 'Exchange Plaza', C-1, Block G,
 Bandra Kurla Complex,
 Bandra (East)
 Mumbai – 400 051

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For Vedanta Limited



Prerna Halwasiya
Company Secretary & Compliance Officer
ACS:20856




Arun Misra
Executive Director
DIN: 01835605

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